## Form to Report on Names of Members and Scope of Work of the Audit Committee

The Board of Directors meeting of <u>The Navakij Insurance Public Company Limited No. 87/2012</u> held on <u>November 8, 2012</u> resolved the meeting's resolutions in the following manners:

Appointment of the audit committee/Renewal for the term of audit committee:

 $\square$  Chairman of the audit committee  $\square$  Member of the audit committee As follows:

- (1) Professor Hiran Radeesri
- (2) Mr. Pramon Sutivong
- (3) Mr. Kiet Srichomkwan

, the appointment/renewal of which shall take an effect as of November 8, 2012

Determination/Change in the scope of duties and responsibilities of the audit committee with the following details:

the determination/ahange of which shall take on offect as of

, the determination/change of which shall take an effect as of.....

The audit committee is consisted of:

| 1. | Chairman of the audit committee | Prof. Hiran Radeesri | remaining term in office 3 years |
|----|---------------------------------|----------------------|----------------------------------|
| 2. | Member of the audit committee   | Mr. Pramon Sutivong  | remaining term in office 3 years |
| 3. | Member of the audit committee   | Mr. Kiet Srichomkwan | remaining term in office 3 years |
|    |                                 |                      |                                  |

Secretary of the audit committee Mrs.Vipada Srithimasathaporn

Enclosed hereto is - copy of the certificate and biography of the audit committee. The audit committee number <u>1</u> has/have adequate expertise and experience to review creditability of the financial reports.

The audit committee of the Company has the scope of duties and responsibilities to the Board of Director on the following matters:

- 1. To review the Company's financial reporting process to ensure that it is accurate and adequate.
- 2. To review the Company's internal control system and internal audit system to ensure that they are suitable and efficient. To determine an internal audit unit's independence, as well as to approve the appointment, transfer and dismissal of the chief of the internal audit unit or any other unit in charge of an internal audit.
- 3. To review the Company's compliance with the law on securities and exchange, the Exchange's regulations and the laws relating to the Company's business.
- 4. To consider, select and nominate an independent person to be the Company's auditor, and to propose such person's remuneration, as well as to attend a non-management meeting with the auditor at least once a year.

- 5. To review the connected transactions, or the transactions that may lead to conflicts of interest, to ensure that they are in compliance with the laws and the Exchange's regulations, and are reasonable and for the highest benefit of the Company.
- 6. To review that the Company has an effective risk management system.
- 7. To report the audit committee's performance to the board of directors at least 4 times a year.
- 8. To prepare, and to disclose in the Company's annual report, an audit committee's report which must be signed by the audit committee's chairman and consist of the at least the following report,
  - 8.1 an opinion on the accuracy, completeness and creditability of the Company's financial report,
  - 8.2 an opinion on the adequacy of the Company's internal control system,
  - 8.3 an opinion on the compliance with the law on securities and exchange, the Exchange's regulations, or the laws relating to the Company's business,
  - 8.4 an opinion on the suitability of the auditor,
  - 8.5 an opinion on the transactions that may lead to conflicts of interests,
  - 8.6 number of audit committee meetings, and the attendance of such meetings by each committee member,
  - 8.7 an opinion or overview comment received by the audit committee from its performance of duties in accordance with the charter,
  - 8.8 other transactions which should be known to the shareholders and general investors, subject to the scope of duties and responsibilities assigned by the Company's board of directors.
- 9. To perform any other act as assigned by the Company's board of directors, with the approval of the audit committee.
- 10. In performing of its duties, if it is found or suspected that there is a transaction or any of the following acts which may materially affect the Company's financial condition and operating results, the audit committee shall report it to the board of directors for rectification within the period of time that the audit committee thinks fit,
  - 10.1 a transaction which causes a conflict of interest,
  - 10.2 any fraud, irregularity, or material defect in an internal control system, or
  - 10.3 an infringement of the law on securities and exchange, the Exchange's regulations, or any law relating to the Company's business.

If the Company's board of directors or management fails to make a rectification within the period of time under the first paragraph, any audit committee member may report on the transaction or act under the first paragraph to the Securities and Exchange Commission or the Stock Exchange.

11. If the auditor of the Company discovers any suspicious circumstance that the director, manager or any other person responsible for the operation of the Company commits an offense as defined by laws and the auditor informed the fact relating to such circumstance to the audit committee in order to continue the inspection without delay. The audit committee shall inspect the circumstance and report the result of preliminary inspection to the auditor's office and the auditor within 30 days. The suspicious circumstance to be reported and the process to uncover facts of such circumstance shall be as defined by the Capital Market Supervisory Board.

The Company hereby certifies that

- 1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
- 2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand

Signed ...... Director (Mr. Nipol T.Jeerawong)

(Seal)

Signed ...... Director (Mr. Pitiphong Bisalputra)